

United States Bankruptcy Court
Eastern District of Texas

In re **GTL (USA), Inc.**,
Debtor

Case No. **15-40248**

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	4	10,902,533.47		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		176,402.07	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		263,514.73	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	8		15,723,550.92	
G - Executory Contracts and Unexpired Leases	Yes	4			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		22			
Total Assets			10,902,533.47		
Total Liabilities				16,163,467.72	

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		CitiBank Account (Customer Deposit Account) ***-***-5992	-	96,323.72
		Citibank Account ***-***-5127	-	90.92
		Chase Bank Account *****1586	-	246,836.27
		Chase Bank Account *****2980	-	0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Deposits:	-	431,260.00
		Berkeley Telecommunications & Investments B.V. 421,560.00		
		MBC Management - IL guesthouse 2,100.00		
		Red Door Management - Indiana guesthouse 1,650.00		
		Larry Keer - Skokie guesthouse 5,450.00		
		Legacy Apartments - Plano Guest House 300.00		
		Legacy Apartments - Plano Guest House 200.00		
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
			Sub-Total >	774,510.91
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		GTL Canada, Inc. (Wholly owned) 2014 Performance: Est. Gross Revenue: \$772,000 Est. Gross Profit: \$77,000 Est. Net Profit: (\$18,000)	-	Unknown
		GTL (SDV), Inc. 49% Ownership No revenue since 2013	-	0.00
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		GTL (Canada), Inc.	-	212,811.07
		Global E-Secure	-	327.72
		ADA Cellworks SDN BHD	-	13,828.74
		IGTL Network Services Philippines, Inc.	-	727.86
		Accounts Receivables	-	5,028,557.35
		Accrued Accounts Receivable	-	139,094.00

Sub-Total > **5,395,346.74**
(Total of this page)

Sheet **1** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Deferred Income Tax Savings (reflecting NOL Carryforward \$7,917,000)	-	3,191,167.00
		Claims against Kunal Kapai Value of Claims stated does not include consequential damages, punitive damages, costs, and attorneys fees	-	90,590.00
22. Patents, copyrights, and other intellectual property. Give particulars.		GTL Trademark (Reg. No. 3,346,566) license from GTL Limited	-	0.00
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2007 Ford F250 VIN: ***9016 FMV Indicated	-	5,000.00
26. Boats, motors, and accessories.	X			

Sub-Total > **3,286,757.00**
(Total of this page)

Sheet **2** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment, Software, Computers, Furniture and Fixture (Net Book Value)	-	1,272,723.27
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Unearned Insurance Premium	-	173,195.55

Sub-Total > **1,445,918.82**
(Total of this page)
Total > **10,902,533.47**

(Report also on Summary of Schedules)

Sheet **3** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D, N A T U R E O F L I E N, A N D D E S C R I P T I O N A N D V A L U E O F P R O P E R T Y S U B J E C T T O L I E N	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M W I T H O U T D E D U C T I N G V A L U E O F C O L L A T E R A L	U N S E C U R E D P O R T I O N, I F A N Y
Account No.			2015 Ad Valorem Personal Property Taxes					
Collin County Tax Collector PO Box 8006 McKinney, TX 75070		-	Taxable Personal Property located at Headquarters in Plano (Net Book Value)			X		
			Value \$ 142,287.00				3,206.52	0.00
Account No.			Purchase Money Security					
Premium Assignment Corporation PO Box 8000 Tallahassee, FL 32314-8000		-	Unearned Insurance Premium					
			Value \$ 173,195.55				173,195.55	0.00
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							176,402.07	0.00
Total (Report on Summary of Schedules)							176,402.07	0.00

0 continuation sheets attached

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☒ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,775* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			Prepetition wages, accrued vacation pay and benefit claims of PEO employees paid pursuant to Court order (44 employees)				161,059.16	
Insperty PEO Services, L.P. 545 E. John Carpenter Frwy Suite 1200 Irving, TX 75062		-						0.00
							161,059.16	161,059.16
Account No.			Prepetition per diem and expense reimbursement				12,164.00	
Various Employees		-						0.00
							12,164.00	12,164.00
Account No.								
Account No.								
Account No.								
Subtotal								0.00
(Total of this page)							173,223.16	173,223.16

Sheet **1** of **2** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/13) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			Asserted penalty for nonfiled returns for Tax Period 12/31/2010 now on appeal				80,000.00	
Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346	-			X	X			0.00
								80,000.00
Account No.							10,291.57	
Texas Workforce Commission 101 East 15th St Austin, TX 78778	-							0.00
								10,291.57
Account No.								
Account No.								
Account No.								
Subtotal								0.00
(Total of this page)							90,291.57	90,291.57
Total								0.00
(Report on Summary of Schedules)							263,514.73	263,514.73

Sheet **2** of **2** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re **GTL (USA), Inc.**Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Server Maintenance				93.37
3T Productions, Inc. 825 Market Street, Building M Suite 205 Allen, TX 75013	-						
Account No.			Settlement Agreement				32,000.00
Abdul Qureshi The Sharman Law Firm LLC 11175 Cicero Drive Suite 100 Alpharetta, GA 30022	-						
Account No.							3,760.00
ADA Cellworks Engineering Pvt Ltd. Electronic Sadan 2, MIDC TTC Industrial Area Mahape Navai Mumbai 400 710	-						
Account No.			Staffing Service				2,400.00
All Stars Transportation A S Transportation, Inc. 12415 Coral Drive Frisco, TX 75034	-						
Subtotal (Total of this page)							38,253.37

7

continuation sheets attached

7 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Credit Card				
American Express PO Box 360001 Fort Lauderdale, FL 33336	-					58,840.08
Account No.		Equipment				
Ascom Network Testing, Inc. 1943 Isaac Newton Square Reston, VA 20190	-					231,264.66
Account No.		Contractor				
Atiya Jomezai 6101 Saintsbury Drive Apt 232 The Colony, TX 75056	-					1,275.00
Account No.		Lawsuit				
AutoOpt Networks Inc 280 San Moreno Place Suite 108 Fremont, CA 94539	-		X	X	X	3,200,000.00
Account No.		Estimated claims for damage to vehicles				
Avis Rentals 7876 Collection Center Drive Chicago, IL 60693	-		X	X		66,579.54
Sheet no. <u>1</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						3,557,959.28

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Transportation				
Avis Rentals 7876 Collection Center Drive Chicago, IL 60693	-					56,049.57
Account No.		Team Exp				
BeetaTek Inc Beetatek Inc. 1333 Corporate Dr. Suite 105 Irving, TX 75038	-					127,461.00
Account No.		Subcontractor				
Communication Infrastructure Corporation 1000 Town Center Drive Suite 300 Oxnard, CA 93036	-					6,000.00
Account No.		Equipment Lease				
Electro Rent Corporation 6060 Sepulveda Blvd Van Nuys, CA 91411	-					752.34
Account No.		Hotels				
ESA P Portfolio L.L.C 11525 N. Community House Road Suite 100 Charlotte, NC 28277-3610	-					72,207.19
Sheet no. 2 of 7 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						262,470.10

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Logistic Services				
FedEx Corporation 2201 W Plano Parkway Plano, TX 75075	-					1,077.24
Account No.		GPS Vehicle Equipment				
Fleetmatics Group, PLC 1100 Winter Street, 4th Floor Waltham, MA 02451	-					2,439.75
Account No.		Outsourcing Expenses				
Global Proserve Limited Electronic Sadan 2, MIDC TTC Industrial Area Mahape, Navi Mumbai 400 710	-					193,277.73
Account No.		Loan/Interest/Overhead				
GTL International, Ltd. Clarendon House 2 Church Street Hamilton HM 11, Bermuda	-					7,429,005.41
Account No.		Loan Accrued Interest				
GTL International, Ltd. Clarendon House 2 Church Street Hamilton HM 11, Bermuda	-					787,049.85
Sheet no. <u>3</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						8,412,849.98
Subtotal (Total of this page)						

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Reimbursed Expenses and other Advances				283,742.64
GTL Limited Electronic Sadan 2, MIDC TTC Industrial Area Mahape, Navi Mumbai 400710	-						
Account No.			Transportation Rental and Claims				66,034.43
Hertz Corporation Commercial Billing Department 1124 PO Box 121124 Dallas, TX 75312-1124	-				X		
Account No.			Manpower Supply / Staffing Services				2,596,105.41
Informage SQN Technologies LLC 3415 Custer Road, Sutie 105 Plano, TX 75023	-						
Account No.			Auditor				25,000.00
Israeloff Trattner & Co CPAs PC 1225 Franklin Avenue Suite 200 GardenCity, NY 11530	-						
Account No.			Assets / Licenses rentals				77,333.54
JDS Uniphase Corporation 5793 Coolections Center Drive Chicago, IL 60693	-						
Sheet no. <u>4</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							3,048,216.02

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Staffing Services				
Kadakkal Staffing LLC 4105 MADISON BRIDGE DR. Suwanee, GA 30024	-					1,400.00
Account No.		Equipment Leasing				
Microlease 3486 Investment Blvd Hayward, CA 94545	-					50,969.38
Account No.		Lawsuit Settlement				
Mohd Ahsan Peter Gimbel Esq Law Offices of Nadeem H. Makada 1340 Bayshore Highway Burlingame, CA 94010	-					5,937.50
Account No.		Admin Exps				
Nevill Document Solution (acct # 1241024 2825 Story Rd West Irving, TX 75038	-					40.05
Account No.		Subcontractor				
Origin to Future, Inc. 181 New Road, Sutie 221 Parsippany, NJ 07054	-					24,918.00
Sheet no. 5 of 7 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						83,264.93

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Contractor				
Rahil Ahmad 3212 Golden Springs Drive Plano, TX 75025	-					510.00
Account No.		Subcontractor				
Software Quality Leaders, Inc. 12000 Ford Road, Suite A411 Dallas, TX 75234	-					47,444.00
Account No.		Vehicle Exps				
TBrij LLC (dba Corporation Cars) 453 Arbol Irving, TX 75039	-					20,936.67
Account No.		Subcontractor				
TransmediaX 125 Hopewell Grove Drive Suite # 100 Alpharetta, GA 30004	-					4,140.00
Account No.		Admin Exps				
TraveloPod Inc. 1111 W El Camino Real Suite 109-240 Sunnyvale, CA 94087	-					257.60
Sheet no. 6 of 7 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						73,288.27

B6F (Official Form 6F) (12/07) - Cont.

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Equipment Lessor				
TRS RenTelco 1830 West Airfiled Drive PO Box 613260 Dallas, TX 75261-9260	-					218,122.04
Account No.						
TW Telecom PO Box 172567 Denver, CO 80217-2567	-					2,959.64
Account No.		Fuel Cards				
Universal Premium PO Box 923928 Norcross, GA 30010	-					15,990.08
Account No.		Server Lease				
VAR Resources Leasing Cutomer Service MAC N00050055 800 Walnut Street Des Moines, IA 50309-3605	-					8,353.87
Account No.		Vehicle Exps				
WEX Inc. WEX Inc. 97 Darling Avenue So.Portland, ME 04106	-					1,823.34
Sheet no. <u>7</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 247,248.97
(Report on Summary of Schedules)						Total 15,723,550.92

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
3T Pro, Inc. 825 Market Street Bldg M Ste 205 Allen, TX 75013	DFW Online Backup Service Contract
3T Productions, Inc. 825 Market St. Bldg M Ste 205 Allen, TX 75013	Consulting Agreement
Abdul Qureshi c/o The Sharman Law Firm LLC 11175 Cicero Drive Suite 100 Alpharetta, GA 30022	General Release and Settlement Agreement - Litigation
ACTIX 45365 Vintage Park Plaza Suite 110 Sterling, VA 20166	Software License Agreement
ADT Security Services - Plano P.O. BOX 371878 Pittsburgh, PA 15250-7878	Small Business Contract - Security \$49.99/month
Atiya Jogezi 6101 Saintsbury Drive Apt 232 The Colony, TX 75056	Consultant Agreement
Beetatek Inc. 1333 Corporate Drive Suite 105 Irving, TX 75038	Service Agreement providing rental vehicles
Bulldog Warehousing 910 10th Street # 800 Plano, TX 75074	Self-Service Storage Rental Agreement
Digital Discovery 8131 LBJ Freeway, Suite 325 Dallas, TX 75251	Professional Service and Retainer Agreement
Dish Netowrk PO Box 9033 Littleton, CO 80160	Dish Network Service Agreement
Enterprise Fleet Management, Inc. 2625 Marketplace Harrisburg, PA 17110	Maintenance Agreement relating to Master Equity Lease Agreement - Vehicles

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Enterprise FM Trust c/o Enterprise Fleet Managemetn, Inc. 2625 Marketplace Harrisburg, PA 17110	Master Equity Lease Agreement - Vehicles
Extended Stay America	Direct Bill Payment Terms Agreement
Extended Stay Hotels 11525 N. Community House Road #100 Charlotte, NC 28277	2013 National Partnership Agreement - Extended Stay Hotels
EZPass TOLL BILL Payment Processing Center P.O. Box 15183 Albany, NY 12212-5183	Tolltag Agreement
Fastrak 62 First Street San Francisco, CA 94105	Tolltag Agreement
Fleetmatics 3030 Salt Creek Lane Arlington Heights, IL 60005	Commerical Equipment and Subscriber Agreement 36 month term Order Date: 11-15-11; 7-17-12; 9-20-12; 2-21-12; 5-25-12; 5-25-12; 2-29-12
GKII Plano, L.P. c/o Lincoln Property Commercial, Inc. 2000 McKinney Ave. Suite 1000 Dallas, TX 75201-1954	Lease Agreement 5200 Tennyson, Plano, TX
Global InnovSource Solutions, Pvt. Ltd. A-2 Kailas Industrial Complex Park Site. Vikhroli (W) Mumbai 400 079	Staffing Service Agreement
Global Value Add Inc 8765 Stockyard Drive Unit 101 Frisco, TX 75034	Business Consulting Services Contract \$1,250/month
GreatAmerica Financial Services Corp 625 First Street SE Cedar Rapids, IA 52401	Equipment Lease Agreement 1 WorkCentre 7830PT, fax1, WPK, conv stplr \$240.17/month - 60 months Purchase Option: FMV
Hertz Corporation Commercial Billing Department 1124 PO Box 121124 Dallas, TX 75312-1124	Corporate Account Agreement - Rental Fleet
Informage SQN Technologies LLC 3415 Custer Road, Sutie 105 Plano, TX 75023	Outsourcing Agreement dated 6/24/2013 and Consent to Assignment

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Jamie McLain c/o Red Door Property Management, Inc. 3815 River Crossing Pky, Suite 100 Indianapolis, IN 46240	Residential Lease 6809 Antelope Drive Indianapolis, IN \$1,750/month ending 5-24-15
Jan-Pro Cleaning Systems 3301 Gateway Drive Suite 105 Irving, TX 75063	Cleaning Services Agreement \$345/month
Larry Keer 9360 Skokie Blvd #612 Skokie, IL 60077	Residential Lease Term ending 3-31-2015 \$2,750/month 9456 Lavergne Avenue Skokie IL 60077
Legacy Apartments 6909 Custer Road Plano, TX 75023	Apartment Lease Contract 6909 Custer Road Unit 1308 Plano TX 75023 \$1,680/month
Legacy Apartments 6909 Custer Road Plano, TX 75023	Apartment Lease Contract 6909 Custer Road Unit 3102 Plano TX 75023 \$1,525/month
MBC Management 1306 South 6th Street Springfield, IL 62703	Lease Agreement 6504 Hayley Court Springfield, IL 62712 \$2,100/month Term Ending 2-21-14
Mohammed Khateeb Ahsan c/o Peter Gimbel Esq Law Offices of Nadeem H. Makada 1340 Bayshore Highway Burlingame, CA 94010	Settlement Agreement and Release 10-16-14
Nevill Business Machines, Inc. 1305 West Beltline, Suite 320 Carrollton, TX 75006	Equipment Lease Sharp MX-2600n Color System 60 payments at \$198.34/month Purchase Option: FMV Agreement Date: 2-24-2010
Nevill Document Solutions 300 Fellowship Road Mount Laurel, NJ 08054	Account No. 1241024 Copier TX lease
Nevill Document Solutions 300 Fellowship Road Mount Laurel, NJ 08054	Account No. DAH898 Sharp Printer printing charges and toner

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Origin to Future, Inc. 181 New Road, Suite 221 Parsippany, NJ 07054	Phase Measurement Services Subcontractor
Paytime Harrisburg, Inc.	Payroll Service Agreement dated 5-29-13
PEO Services, L.P. (Insperity) 19001 Crescent Springs Drive Kingwood, TX 77339-3802	Client Service Agreement - Professional Employment Organization
Pitney Bowes Inc. 2225 American Drive Neenah, WI 54956	Equipment Lease \$112.39/quarter
Premium Assignment Corporation PO Box 8000 Tallahassee, FL 32314-8000	Premium Finance Agreement Insurance Premium Financing Dated 12/1/14; 11 Payments of \$19,243.95
Software Quality Leaders, Inc. 12000 Ford Road, Suite A411 Dallas, TX 75234	Phase Measurement Services Subcontractor
TBrij LLC (dba Corporation Cars) 453 Arbol Irving, TX 75039	Services Agreement (vehicles)
TransmediaX 125 Hopewell Grove Drive Suite # 100 Alpharetta, GA 30004	RF Engineering Services Consultant Agreement
TW Telecom Holdings, Inc. PO Box 172567 Denver, CO 80217-2567	IP VPN/Voice/IP VPN/Internet Access Agreement
VAR Resources Leasing Customer Service MAC N00050055 800 Walnut Street Des Moines, IA 50309-3605	Master Lease Agreement - Servers Description Dell PowerEdge T310 FTP Server - 6 TB Storage Wing FTP Server Corporate Edition for Windows DellPowerEdge T310 Exchange Server Microsoft Exchange 2010 Standard (150 License) Exchange User License Onsite Backup Drive Multi-TB Drive Microsoft Exchange Server 2010 Standard (150 Additional Users) Installation and Integration
Wright Express Financial Services Corp	WEX Fuel Card Agreement

In re **GTL (USA), Inc.**

Case No. **15-40248**

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Insperity PEO Services, L.P. 545 E. John Carpenter Frwy Suite 1200 Irving, TX 75062	Various Employees of Professional Employer Organization
Various Employees Employees utilizing company credit cards may be individually liable for debts.	American Express PO Box 360001 Fort Lauderdale, FL 33336

**United States Bankruptcy Court
Eastern District of Texas**In re **GTL (USA), Inc.**

Debtor(s)

Case No. **15-40248**Chapter **11****DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Senior Vice President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **24** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **February 24, 2015**Signature **/s/ Urmeet S. Juneja****Urmeet S. Juneja****Senior Vice President**

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

GENERAL NOTES PERTAINING TO SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS

On February 9, 2015 (the “Petition Date”), GTL (USA), Inc., as debtor and debtor in possession (the “Debtor”), filed a voluntary petition for relief under chapter 11 of the title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Eastern District of Texas (the “Bankruptcy Court”), Case No. 15-40248 (BR). With the assistance of their Bankruptcy Court-appointed advisors, the Debtor’s management prepared the Schedules of Assets and Liabilities (collectively, the “Schedules”) and the Statements of Financial Affairs (the “SOFAs” and together with the Schedules, the “Schedules and SOFAs”) pursuant to section 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure. The Schedules and SOFAs are unaudited and do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), and they are they not intended to be fully reconciled to the financial statements.

Although the Debtor’s management has made every reasonable effort to ensure that the Schedules and SOFAs are accurate and complete based on information that was available to them at the time of preparation, subsequent information or discovery may result in material changes to these Schedules and SOFAs, and inadvertent errors or omissions may have occurred. Subsequent receipt of information or an audit may result in material changes in financial data requiring amendment of the Schedules and SOFAs. Accordingly, the Schedules and SOFAs remain subject to further review and verification by the Debtor. The Debtor reserves their right to amend the Schedules and SOFAs from time-to-time as may be necessary or appropriate.

These general notes regarding the Debtor’s Schedules and SOFAs (the “General Notes”) comprise an integral part of the Schedules and SOFAs filed by the Debtor and should be referenced in connection with any review of the Schedules and SOFAs. Nothing contained in the Schedules and SOFAs shall constitute a waiver of any rights or claims of the Debtor against any third party, or in or with respect to any aspect of this chapter 11 case.

1. Amendments. The Debtor reserves the right to amend or supplement the Schedules and SOFAs as necessary or appropriate.
2. Asset Presentation. Each asset and liability of the Debtor is shown on the basis of the book value of the asset or liability in the Debtor’s books and records, as of the Petition Date, and not on the basis of current market values of such interest in property or liabilities. The Debtor reserves their right to amend or adjust the value of each asset or liability set forth herein.
3. Liabilities. The Debtor have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and SOFAs. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtor also reserves the right to change the allocation of liability to the extent additional information becomes available.

4. Causes of Action. Despite reasonable efforts, the Debtor might not have identified or set forth all of their causes of action against third parties as assets in their Schedules and SOFAs. The Debtor reserves any and all of their rights with respect to any causes of action they may have, and neither these General Notes nor the Schedules and SOFAs shall be deemed a waiver of any such causes of action.
5. Claims Description. Any failure to designate a claim on the Debtor's Schedules or SOFAs as "disputed," "contingent" or "unliquidated" does not constitute an admission by the Debtor that such claim is not "disputed," "contingent" or "unliquidated." The Debtor reserves the right to dispute, or to assert offsets or defenses to, any claim reflected on its Schedules and SOFAs as to amount, liability, priority, secured or unsecured status, or classification, or to otherwise designate any claim as "disputed," "contingent" or "unliquidated" by filing and serving an appropriate amendment. The Debtor reserves the right to amend their Schedules or SOFAs as necessary or appropriate.
6. Property and Equipment. Owned property and equipment are listed at net book value. Additionally, all information set forth on the Schedules and SOFAs regarding owned equipment, merchandise and other physical assets of the Debtor is based upon the information set forth in the Debtor's books and records. The Debtor has not completed a physical inventory of any of their owned equipment, merchandise or other physical assets and any information set forth in the Schedules and SOFAs may be over or understated. Further, nothing in the Schedules or SOFAs (including, without limitation, the failure to list leased property or equipment as owned property or equipment) is or shall be construed as an admission as to the determination of legal status of any lease (including whether any lease is a true lease or financing arrangement), and the Debtor reserves all its rights with respect to such issues.
7. Insiders. In the circumstances where the Bankruptcy Schedules require information regarding insiders or officers and directors, included herein are each Debtor's (a) directors (or persons in similar positions) and (b) officers. The listing of a party as an insider is not intended to be nor should it be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right or defense and all such rights, claims and defenses are hereby expressly reserved. Further, employees have been included in this disclosure for informational purposes only and should not be deemed to be "insiders" in terms of control of the Debtor, management responsibilities or functions, decision-making or corporate authority or as otherwise defined by applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.
8. Schedule D—Creditors Holding Secured Claims. Except as specifically stated herein, real property lessors, utility companies and other parties which may hold security deposits have not been listed on Schedule D. The Debtor have not included on Schedule D all parties that may believe their claims are secured through setoff rights, deposits posted by, or on behalf of, the Debtor, or inchoate

statutory lien rights. While reasonable efforts have been made, determination of the date upon which each claim in Schedule D was incurred or arose would be unduly and cost prohibitive, and therefore, the Debtor may not list a date for each claim listed on Schedule D.

9. Schedule E—Creditors Holding Unsecured Priority Claims. The listing of any claim on Schedule E does not constitute an admission by the Debtor that such claim is entitled to priority under section 507 of the Bankruptcy Code. The Debtor reserves the right to dispute the priority status of any claim on any basis. While reasonable efforts have been made, determination of the date upon which each claim in Schedule E was incurred or arose would be unduly burdensome and cost prohibitive, and therefore, the Debtor may not list a date for each claim listed on Schedule E. Additionally, the Debtor have not included employee related priority claims that existed as of the Petition Date to the extent that such claims have been or are approved for payment pursuant to orders entered by the Bankruptcy Court.
10. Schedule F—Creditors Holding Unsecured Nonpriority Claims. The liabilities identified in Schedule F are derived from the Debtor's books and records, which may or may not, in fact, be completely accurate, but they do represent a reasonable attempt by the Debtor to set forth their unsecured obligations. Accordingly, the actual amount of claims against the Debtor may vary from the represented liabilities. Parties in interest should not accept that the listed liabilities necessarily reflect the correct amount of any unsecured creditor's allowed claims or the correct amount of all unsecured claims. Similarly, parties in interest should not anticipate that recoveries in these cases will reflect the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules and SOFAs. Parties in interest should consult their own professionals or advisors with respect to pursuing a claim. Although the Debtor and their professionals have generated financials the Debtor believe to be reasonable, actual liabilities (and assets) may deviate from the Schedules and SOFAs due to certain events that occur throughout the duration of this Chapter 11 case.

The claims listed on Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose may be unknown or subject to dispute. Although reasonable efforts have been made to determine the date upon which claims listed in Schedule F was incurred or arose, fixing that date for each claim in Schedule F would be unduly burdensome and cost prohibitive and, therefore, the Debtor may not list a date for each claim listed on Schedule F.

11. Schedule G—Executory Contracts. While every effort has been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Petition Date or is valid or enforceable. The Debtor hereby reserves all of their rights to dispute the validity, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. Certain of

the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth separately on Schedule G. In addition, the Debtor may have entered into various other types of agreements in the ordinary course of their business, such as easements, right of way, subordination, nondisturbance agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents are also not set forth in Schedule G.

The Debtor reserves all rights to dispute or challenge the characterization of the structure of any transaction or any document or instrument related to a creditor's claim. The Debtor may be party to certain agreements that have expired by their terms, but all parties continue to operate under the agreement. Out of an abundance of caution, the Debtor have listed such agreements on Schedule G. The Debtor's inclusion of such contracts or agreements on Schedule G is not an admission that such contract or agreement is an executory contract or unexpired lease.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtor's rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission.

In some cases, the same supplier or provider may appear multiple times in Schedule G. Multiple listings, if any, reflect distinct agreements between the applicable Debtor and such supplier or provider. The listing of any contract on Schedule G does not constitute an admission by the Debtor as to the validity of any such contract. The Debtor reserves the right to dispute the effectiveness of any such contract listed on Schedule G or to amend Schedule G at any time to remove any contract.

12. Specific Notes. These General Notes are in addition to the specific notes set forth in the individual Schedules and SOFAs. Disclosure of information in one Schedule, SOFA, exhibit, or continuation sheet even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, SOFA, exhibit or continuation sheet.
13. Totals. All totals that are included in the Schedules represent totals of the liquidated amounts for the individual schedule for which they are listed.
14. Unliquidated Claim Amounts. Claim amounts that could not be fairly quantified by the Debtor are scheduled as "unliquidated" or "unknown."
15. General Reservation of Rights. The Debtor specifically reserves the right to amend, modify, supply, correct, change or alter any part of its Schedules and SOFAs as and to the extent necessary as they deem appropriate.